

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., et al., ¹)	Case No. 01-1139 (JKF)
)	Jointly Administered
Debtors.)	

Objection Date: December 22, 2009

Hearing Deadline: to be scheduled, if necessary

**FEE DETAIL FOR OGILVY RENAULT LLP'S THIRY-FOURTH MONTHLY FEE
APPLICATION FOR COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS SPECIAL COUNSEL FOR
THE DEBTORS AND DEBTORS-IN-POSSESSION
FOR THE PERIOD FROM OCTOBER 1, 2009 THROUGH OCTOBER 31, 2009**

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food' N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.



Client: W.R. GRACE & CO.
RE: Litigation and litigation consulting
Matter No.: 01016442-0006

November 13, 2009
INVOICE: 946355

GST: R111340006

W.R. GRACE & CO.
7500 Grace Drive
Columbia, Maryland 21044 U.S.A.

Attention: Richard Finke
Senior Litigation Counsel

For professional services rendered and disbursements incurred
for the period ending October 31, 2009

FEES	\$49,123.50
DISBURSEMENTS (Taxable)	0.00
DISBURSEMENTS (Non Taxable)	485.51
GST	0.00
TOTAL FOR THIS INVOICE	\$49,609.01

Canadian Funds

Payable upon receipt

Please remit by Bank Transfer to
RBC Financial Group, Main Branch, Royal Bank Plaza, Toronto, Ontario, CANADA
Bank 003, Transit 00002, Acc. No. 106-030-0
ABA # 021000021
Swift Code # ROYCCAT2
IBAN # 003106030000002
including invoice number on transfer order.

OGILVY RENAULT LLP / S.E.N.C.R.L., s.r.l.

Suite 3800
Royal Bank Plaza, South Tower
200 Bay Street, P.O. Box 84
Toronto, Ontario M5J 2Z4
CANADA

T: 416.216.4000
F: 416.216.3930
toronto@ogilvyrenault.com

ogilvyrenault.com



W.R. GRACE & CO.

01016442-0006

RE: Litigation and litigation consulting

BILLING SUMMARY

	Hours	Amount
J.-Y. Fournier	1	\$140.00
P. Adams	0.7	\$126.00
A. Kuntz	16.5	\$6,105.00
K. Galpern	5	\$3,250.00
O. Pasparakis	18.9	\$13,702.50
D.C. Tay	2	\$2,000.00
T. Walsh	42.5	\$23,800.00
Total	86.60	\$49,123.50

FEE DETAIL

Date	Timekeeper	Description	Hours	Amount
1/10/09	Allison Kuntz	Revising 31st Officer's Report as per the comments of O. Pasparakis (1.5); emailing J. Baer in respect of same and for comments (.30).	1.80	\$666.00
1/10/09	Penny Adams	Meeting with A. Kuntz regarding 31st Report.	0.30	\$54.00
1/10/09	Orestes Pasparakis	Revising 31st Report.	2.60	\$1,885.00
2/10/09	Allison Kuntz	Revising 31st Officer's Report as per information provided by D. Boll (.30); emailing finalized report to R. Finke with comments (.30).	0.60	\$222.00
2/10/09	Orestes Pasparakis	Following-up with opposing counsel (0.3); following-up on report (0.2); discussions with Sealed Air counsel (0.4).	0.90	\$652.50
5/10/09	Orestes Pasparakis	Following-up with Sealed Air counsel.	0.30	\$217.50
5/10/09	Allison Kuntz	Reviewing email from R. Finke (.30); revising 31st Information Officer's Report as per comments of R. Finke (.30).	0.60	\$222.00
6/10/09	Allison Kuntz	Corresponding with R. Finke in respect of changes to 31st Information Officer's Report.	0.30	\$111.00
7/10/09	Allison Kuntz	Serving 31st Officer's Report.	0.30	\$111.00
8/10/09	Orestes Pasparakis	Setting out next steps.	0.30	\$217.50

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W.R. GRACE & CO.

01016442-0006

RE: Litigation and litigation consulting

Date	Timekeeper	Description	Hours	Amount
9/10/09	Teresa Walsh	Office conferences with O. Pasparakis, K. Galpern and A. Kuntz regarding issues related to settlement agreement, strategic considerations concerning Canadian property damage claims and related issues (1.10); researching Canadian property damages claims, including Limitations Act issues, proof of claim and constructive notice (1.80).	2.90	\$1,624.00
9/10/09	Karen Galpern	Meeting with O. Pasparakis, T. Walsh and A. Kuntz regarding proposed strategy for settlement.	0.80	\$520.00
9/10/09	Karen Galpern	Considering issues and relevant case law regarding proposed strategy.	2.20	\$1,430.00
9/10/09	Karen Galpern	Reviewing Settlement Agreement and considering arguments that agreement is not void.	1.00	\$650.00
9/10/09	Allison Kuntz	Meeting with O. Pasparakis, T. Walsh, and K. Galpern regarding next steps in Grace settlement (.80); reviewing 31st Report and Approval Order with T. Walsh and K. Galpern (.80); pulling together complete binders of Orders and Officer's Reports (.30).	1.90	\$703.00
9/10/09	Derrick C. Tay	Considering alternatives to settling with representative counsel (.60); conference call with Grace and U.S. counsel (.50).	1.10	\$1,100.00
9/10/09	Orestes Pasparakis	Preparing for conference call with client (0.4); attending conference call with client (0.7); organizing next steps (0.4); directions regarding research and analysis to be completed (1.2); letter to Representative Counsel regarding ultimatum (0.4).	3.10	\$2,247.50

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W.R. GRACE & CO.

01016442-0006

RE: Litigation and litigation consulting

Date	Timekeeper	Description	Hours	Amount
12/10/09	Teresa Walsh	Telephone conference call with D. Boll, K. Davis and O. Pasparakis regarding database information on ZAI property damage claims (0.4); researching issues related to litigation of ZAI property damage claims, including limitation periods, constructive notice, standard of care, causation and damages (8.7); preparing for and participating in conference call with O. Pasparakis, A. Kuntz and U.S. counsel regarding proposed amendments to Settlement Agreement and response from representative counsel (0.6).	9.70	\$5,432.00
12/10/09	Orestes Pasparakis	Attending conference call with claims agent (0.4); conference call with client (0.7).	1.10	\$797.50
12/10/09	Allison Kuntz	Participating in conference call regarding settlement and next steps.	0.80	\$296.00
13/10/09	Teresa Walsh	Further research on limitation period issues (1.60); conference with K. Galpern regarding Quebec limitation period issues (0.20); reviewing email communication from C. Martel regarding Quebec limitation period case law (0.10).	1.90	\$1,064.00
13/10/09	Jean-Yves Fournier	Researching the external databases Azimut, REJB and QuickLaw for C. Martel to find jurisprudence dealing with asbestos, delay and liability.	1.00	\$140.00
13/10/09	Karen Galpern	Considering issues and relevant case law regarding right to vote on plan of arrangement.	0.50	\$325.00
13/10/09	Allison Kuntz	Inquiring regarding dates before Justice Morawetz (.30); emailing O. Pasparakis in respect of same (.30).	0.60	\$222.00
13/10/09	Karen Galpern	Discussion with T. Walsh and C. Martel regarding limitation issues.	0.50	\$325.00
14/10/09	Teresa Walsh	Reviewing email communications between representative counsel and O. Pasparakis regarding proposed amendments to settlement agreement.	0.30	\$168.00

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RE: Litigation and litigation consulting

Date	Timekeeper	Description	Hours	Amount
14/10/09	Allison Kuntz	Reviewing emails regarding status of settlement.	0.30	\$111.00
14/10/09	Orestes Pasparakis	Conference call with opposing counsel (1.0); reporting to client (0.3).	1.30	\$942.50
15/10/09	Teresa Walsh	Reviewing and considering proposed amendments to settlement of Canadian property damage claims put forth by claimants' representative counsel (0.30); reviewing Class Proceedings Act provisions in respect of fees and related case law (0.50).	0.80	\$448.00
16/10/09	Teresa Walsh	Reviewing of case law regarding determination of fees for representative counsel (0.50); emailing O. Pasparakis regarding proposed amendments to settlement agreement relating to Canadian property damage claims (0.20); reviewing and responding to email regarding conference call on Monday to address proposed amendments to settlement agreement (0.20).	0.90	\$504.00
16/10/09	Orestes Pasparakis	Following-up with client (0.4); considering settlement issues (0.3).	0.70	\$507.50
19/10/09	Teresa Walsh	Preparing for and participating in conference call with U.S. counsel and O. Pasparakis regarding amendment proposal to settlement agreement regarding property damage claims (0.80); following-up with O. Pasparakis regarding conference call with Canadian representative counsel (0.30); considering provisions to be included in amending agreement for settlement of Canadian property damage claims (0.40).	1.50	\$840.00
19/10/09	Orestes Pasparakis	Conference call with client (0.8); preparing strategy (0.3); conference call with Representative Counsel (0.6); preparing next steps (0.3).	2.00	\$1,450.00

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W.R. GRACE & CO.

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RE: Litigation and litigation consulting

Date	Timekeeper	Description	Hours	Amount
20/10/09	Teresa Walsh	Reviewing Minutes of Settlement for Canadian ZAI claims (1.2); drafting and revising Amending Agreement to Minutes of Settlement for Canadian ZAI claims (3.10); following-up with O. Pasparakis regarding same (0.20).	4.50	\$2,520.00
21/10/09	Orestes Pasparakis	Following-up on next steps and status.	0.30	\$217.50
22/10/09	Teresa Walsh	Preparing for and participating in telephone conference call with Representative Counsel for ZAI Claimants (0.50); preparing email update to client (0.40).	0.90	\$504.00
22/10/09	Orestes Pasparakis	Preparing for and attending conference call with Representative Counsel.	0.50	\$362.50
23/10/09	Teresa Walsh	Office conference with P. Adams regarding fee application information to be provided to Canadian Representative Counsel (0.30); working on Amended and Restated Minutes of Settlement (2.50).	2.80	\$1,568.00
23/10/09	Orestes Pasparakis	Following-up on status.	0.30	\$217.50
26/10/09	Allison Kuntz	Reviewing draft First Amended Joint Plan for the purposes of including language in the Amended and Restated Minutes of Settlement.	0.50	\$185.00
26/10/09	Teresa Walsh	Continued revisions to Amended and Restated Minutes of Settlement for Canadian ZAI claims (5.60); emailing O. Pasparakis with copy of Amended Minutes (0.10).	5.70	\$3,192.00
26/10/09	Orestes Pasparakis	Preliminary review of minutes.	0.60	\$435.00
27/10/09	Teresa Walsh	Following-up with U.S. Counsel and Canadian Representative Counsel regarding issues related to Amended Settlement for ZAI claims (0.30); office conferences with O. Pasparakis regarding further revisions to Amended Settlement (0.30); making further revisions to Amended Settlement for ZAI claims (2.80).	3.40	\$1,904.00
27/10/09	Penny Adams	Advising on approval dates in Canada and US in connection with Settlement.	0.40	\$72.00

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W.R. GRACE & CO.

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RE: Litigation and litigation consulting

Date	Timekeeper	Description	Hours	Amount
27/10/09	Orestes Pasparakis	Reviewing and revising Restated Minutes of Settlement.	1.80	\$1,305.00
28/10/09	Teresa Walsh	Further revisions to Amended and Restated Minutes of Settlement (1.8); office conferences with O. Pasparakis and A. Kuntz regarding further revisions (0.8); emailing clients providing copy of draft Amended and Restated Minutes (0.2).	2.80	\$1,568.00
28/10/09	Allison Kuntz	Reviewing Amended and Restated Minutes of Settlement (1.0); discussing changes with O. Pasparakis and T. Walsh (1.0).	2.00	\$740.00
28/10/09	Orestes Pasparakis	Revising amendments.	1.60	\$1,160.00
29/10/09	Derrick C. Tay	Reviewing revised minutes of settlement with representative counsel.	0.90	\$900.00
29/10/09	Allison Kuntz	Revising Amended and Restated Minutes of Settlement as per comments of R. Finke (2.50); discussing same with T. Walsh (2.50).	5.00	\$1,850.00
29/10/09	Orestes Pasparakis	Considering changes proposed by R. Finke (0.4); reviewing minutes (0.5).	0.90	\$652.50
29/10/09	Teresa Walsh	Reviewing and drafting response to R. Finke's email regarding the draft Amended and Restated Minutes (0.50); office conference with A. Kuntz regarding further revisions (0.70); reviewing revised Minutes and suggesting further revisions (0.30).	1.50	\$840.00
30/10/09	Orestes Pasparakis	Revising minutes.	0.60	\$435.00
30/10/09	Allison Kuntz	Revising Amended and Restated Minutes of Settlement (1.0); discussing same with T. Walsh (.80).	1.80	\$666.00
30/10/09	Teresa Walsh	Further revisions to Amended and Restated Minutes (1.7); office conferences with A. Kuntz regarding revisions (0.4); email communications with clients regarding revised minutes (0.4); email communications with opposing counsel (0.2); email communication with Crown counsel (0.2).	2.90	\$1,624.00

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W.R. GRACE & CO.

01016442-0006

RE: Litigation and litigation consulting

TOTAL FEES**\$49,123.50****DISBURSEMENTS - NON TAXABLE**

Copies	171.90
External Database Search/Azimut	252.00
External DB Search/Quicklaw	8.70
Lexis / Nexis	12.91
Process server fee	40.00
	<u>\$485.51</u>

DISBURSEMENT DETAIL - NON TAXABLE

Date	Timekeeper	Description	Amount
9/10/09	Allison Kuntz	Process server fee - KAP LITIGATION SERVICES	40.00
9/10/09	Karen Galpern	Lexis / Nexis	12.91
9/10/09	Karen Galpern	External DB Search/Quicklaw	3.08
13/10/09	Catherine F. Martel	External Database Search/Azimut	94.50
13/10/09	Catherine F. Martel	External Database Search/Azimut	157.50
13/10/09	Jean-Yves Fournier	External DB Search/Quicklaw	5.62
15/10/09	Karen Ostrom	Copies	0.10
15/10/09	Karen Ostrom	Copies	0.20
15/10/09	Karen Ostrom	Copies	0.20
15/10/09	Karen Ostrom	Copies	0.10
15/10/09	Karen Ostrom	Copies	0.10
16/10/09	Allison Kuntz	Copies	1.10
16/10/09	Karen Ostrom	Copies	0.40
16/10/09	Karen Ostrom	Copies	0.20
16/10/09	Karen Ostrom	Copies	0.20
16/10/09	Karen Ostrom	Copies	0.10
16/10/09	Karen Ostrom	Copies	0.10
16/10/09	Karen Ostrom	Copies	0.10
16/10/09	Allison Kuntz	Copies	39.90
16/10/09	Allison Kuntz	Copies	21.00
16/10/09	Allison Kuntz	Copies	90.90
16/10/09	Karen Ostrom	Copies	0.10
16/10/09	Karen Ostrom	Copies	0.20
16/10/09	Karen Ostrom	Copies	0.20

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W.R. GRACE & CO.

01016442-0006

RE: Litigation and litigation consulting

Date	Timekeeper	Description	Amount
16/10/09	Karen Ostrom	Copies	0.10
16/10/09	Karen Ostrom	Copies	0.10
16/10/09	Karen Ostrom	Copies	0.30
16/10/09	Karen Ostrom	Copies	0.40
16/10/09	Karen Ostrom	Copies	0.10
16/10/09	Karen Ostrom	Copies	0.40
16/10/09	Karen Ostrom	Copies	0.80
16/10/09	Karen Ostrom	Copies	0.10
16/10/09	Karen Ostrom	Copies	0.60
21/10/09	Allison Kuntz	Copies	13.00
21/10/09	Karen Ostrom	Copies	0.80
TOTAL			\$485.51

INVOICE: 946355

OGILVY
RENAULT

Client: W.R. GRACE & CO.
RE: Fee Applications, Applicant
Matter No.: 01016442-0008

November 13, 2009
INVOICE: 946353

GST: R111340006

W.R. GRACE & CO.
7500 Grace Drive
Columbia, Maryland 21044 U.S.A.

Attention: Richard Finke
Senior Litigation Counsel

For professional services rendered and disbursements incurred
for the period ending October 31, 2009

FEES	\$1,178.00
DISBURSEMENTS (Taxable)	0.00
DISBURSEMENTS (Non Taxable)	0.00
GST	0.00
TOTAL FOR THIS INVOICE	\$1,178.00

COPY

Payable upon receipt

Please remit by Bank Transfer to
RBC Financial Group, Main Branch, Royal Bank Plaza, Toronto, Ontario, CANADA
Bank 003, Transit 00002, Acc. No. 106-030-0
ABA # 021000021
Swift Code # ROYCCAT2
IBAN # 003106030000002
including invoice number on transfer order.

OGILVY RENAULT LLP / S.E.N.C.R.L., s.r.l.

Suite 3800
Royal Bank Plaza, South Tower
200 Bay Street, P.O. Box 84
Toronto, Ontario M5J 2Z4
CANADA

T: 416.216.4000
F: 416.216.3930
toronto@ogilvyrenault.com

ogilvyrenault.com



W.R. GRACE & CO.

01016442-0008

RE: Fee Applications, Applicant

BILLING SUMMARY

	Hours	Amount
T. Walsh	0.4	\$224.00
P. Adams	5.3	\$954.00
Total	5.70	\$1,178.00

FEE DETAIL

Date	Timekeeper	Description	Hours	Amount
19/10/09	Penny Adams	Reviewing September invoices (0.40); corresponding with accounting with respect to the same (0.20); drafting 11th Quarterly Fee Application (0.50).	1.10	\$198.00
21/10/09	Penny Adams	Obtaining and reviewing certificates of no objection for monthly fee applications (0.50); reviewing and revising 11th Quarterly Fee Application (0.50).	1.00	\$180.00
22/10/09	Penny Adams	Drafting 33rd Monthly Fee Application (0.50); corresponding with R. Finke regarding same (0.20); finalizing 33rd Monthly Fee Application (0.50).	1.20	\$216.00
23/10/09	Penny Adams	Advising on fee application processes.	0.50	\$90.00
23/10/09	Teresa Walsh	Reviewing and swearing 33rd Monthly Fee Application.	0.40	\$224.00
26/10/09	Penny Adams	Finalizing 33rd Monthly Fee Application (0.50); arranging for service and filing of same (0.30); corresponding with fee auditor (0.20).	1.00	\$180.00
27/10/09	Penny Adams	Finalizing 11th Quarterly Fee Application.	0.50	\$90.00
TOTAL FEES				\$1,178.00

INVOICE: 946353